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GOOGLE INC.

12 UNITED STATES DISTRICT COURT
13 NORTHERN DISTRICT OF CALIFORNIA
14 SAN FRANCISCO DIVISION

15 ORACLE AMERICA, INC.,
16 Plaintiffs,
17 v.
18 GOOGLE INC.,
19 Defendant.

Case No. 3:10-cv-03561 WHA

**DECLARATION OF RENNY HWANG IN
SUPPORT OF ADMINISTRATIVE
MOTIONS TO SEAL [ECF NOS. 1619,
1621, 1622, & 1625]**

20 Dept. Courtroom 8, 19th Fl.
21 Judge: Hon. William Alsup

1 I, RENNY HWANG, declare as follows:

2 1. I am an attorney employed by Google Inc. ("Google"), where I have served as
3 senior litigation counsel for the last six years. My job responsibilities include, but are not limited
4 to, supervising our outside counsel in connection with litigation matters (such as this one), as well
5 as familiarizing myself with the areas of Google's businesses and documentation concerning
6 those businesses as they related to litigation matters under my supervision. I submit this
7 declaration in support of Oracle's Administrative Motion to File Under Seal Oracle's MIL #7
8 (ECF No. 1619), Administrative Motion to File Under Seal Response of Dr. James R. Kearl, Rule
9 706 Expert, to Oracle's Motion in Limine No. 6 (ECF No. 1621), Administrative Motion to File
10 Under Seal Response of Dr. James R. Kearl, Rule 706 Expert, to Google's Motion to Strike
11 Portions of Expert Report and Testimony of Dr. James R. Kearl (ECF No. 1622), and Oracle's
12 Administrative Motion to File Under Seal Re Oracle's Response to Google's Motion to Strike
13 Testimony of James R. Kearl (ECF No. 1625). I have knowledge of the facts set forth herein, and
14 if called upon as a witness, I could testify to them competently under oath.

15 2. I have reviewed Oracle's MIL #7 and the exhibits 1-4 to the Silverman Declaration
16 Oracle submitted in support of its motion, the Response of Dr. James R. Kearl to Oracle's Motion
17 in Limine No. 6 and accompanying exhibits, the Response of Dr. James R. Kearl to Google's
18 Motion to Strike Portions of Expert Report and Testimony of Dr. James R. Kearl and
19 accompanying exhibits, and Oracle's Response to Google's Motion to Strike Testimony of James
20 R. Kearl.

21 A. The following portions of Oracle's MIL #7, Exhibits 1 and 4 to the
22 Silverman Declaration Oracle submitted in support of its MIL #7, Exhibit A to Response of Dr.
23 James R. Kearl to Oracle's Motion in Limine No. 6, the Response of Dr. James R. Kearl to
24 Google's Motion to Strike Portions of Expert Report and Testimony of Dr. James R. Kearl,
25 Exhibit A to Response of Dr. James R. Kearl to Google's Motion to Strike Portions of Expert
26 Report and Testimony of Dr. James R. Kearl, and Oracle's Response to Google's Motion to
27 Strike Testimony of James R. Kearl contain Google's extremely confidential and commercially
28 sensitive Android-related financial information:

- 1 • **Oracle's MIL #7:**
 - 2 ○ Page 2, line 8: dollar amount which reflects revenue and financial
 - 3 information which are not public.
- 4 • **Exhibit 1 to Oracle's MIL #7---Reply Expert Report of Dr. Leonard in**
5 **Response to Expert Report of Professor James R. Kearl:**
 - 6 ○ Exhibit 1a: dollar amounts in columns 2013, 2014, 2015, and Total;
 - 7 Notes (dollar figures in line 9) which reflect revenue and financial
 - 8 information which are not public.
- 9 • **Exhibit 4 to Silverman Declaration in support of Oracle's MIL #7 ---**
10 **excerpts of the Deposition of Gregory K. Leonard, dated March 11,**
11 **2016:**
 - 12 ○ Page 344, line 6: dollar amount which reflects revenue and financial
 - 13 information which are not public.
- 14 • **Exhibit A to Response of Dr. James R. Kearl, Rule 706 Expert to**
15 **Oracle's Motion in Limine No. 6 --- excerpts from Expert Report of**
16 **Professor James R. Kearl (Corrected March 21, 2016):**
 - 17 ○ Page 52, ¶ 102: revenue and financial information which are not public.
- 18 • **Response of Dr. James R. Kearl to Google's Motion to Strike Portions**
19 **of Expert Report and Testimony of Dr. James R. Kearl:**
 - 20 ○ Page 2, footnote 4: dollar amount which reflects revenue and financial
 - 21 information which are not public.
- 22 • **Exhibit A to Response of Dr. James R. Kearl to Google's Motion to**
23 **Strike Portions of Expert Report and Testimony of Dr. James R. Kearl**
24 **--- excerpts from Expert Report of Professor James R. Kearl**
25 **(Corrected March 21, 2016):**
 - 26 ○ Page 40, ¶ 77: dollar amount on line three which reflects revenue and
 - 27 financial information which are not public.

1 • **Oracle's Response to Google's Motion to Strike Testimony of James R.**
 2 **Kearl:**

- 3 ○ Page 2, footnote 2: last dollar amount which reflects revenue and
 4 financial information which are not public.

5 Google does not publicly allocate revenue or profits to Android separate and apart from
 6 Google's general business. Accordingly, Google considers the non-public financial data
 7 identified above to be highly sensitive, and public disclosure of that information could have
 8 significant negative effects on Google's business. Google only seeks to seal the specific numbers
 9 and percentages contained in the above listed passages.

10 B. In addition, the following portions of Oracle's MIL #7, Exhibit 4 to the
 11 Silverman Declaration Oracle submitted in support of its motion, Exhibit A to Response of Dr.
 12 James R. Kearl to Oracle's Motion in Limine No. 6, the Response of Dr. James R. Kearl to
 13 Google's Motion to Strike Portions of Expert Report and Testimony of Dr. James R. Kearl,
 14 Exhibit A to Response of Dr. James R. Kearl to Google's Motion to Strike Portions of Expert
 15 Report and Testimony of Dr. James R. Kearl, and Oracle's Response to Google's Motion to
 16 Strike Testimony of James R. Kearl, contain sensitive information related to the confidential
 17 terms of Google's agreement with third parties.

18 • **Oracle's MIL #7:**

- 19 ○ Page 2, line 2: the last two dollar amounts reflect third-party agreement
 20 terms and details which are not public.
 21 ○ Page 5, footnote 5: the percentage on line two reflects third-party
 22 agreement terms and details which are not public.

23 • **Exhibit 4 to Silverman Declaration in support of Oracle's MIL #7 –**
 24 **excerpts of the Deposition of Gregory K. Leonard, dated March 11,**
 25 **2016:**

- 26 ○ Page 338, line 23: contains third-party agreement terms and details
 27 which are not public.
 28

- Page 338, line 25: percentage reflects third-party agreement terms and details which are not public.
- Page 339, line 1: percentage reflects third-party agreement terms and details which are not public.
- Page 339, lines 7-8, 11-12, 20-21: contain third-party agreement terms and details which are not public.
- Page 340, lines 2-3, 6-9: contain third-party agreement terms and details which are not public.
- Page 341, lines 16-19: contain third-party agreement terms and details which are not public.
- Page 341, line 24—342, line 1: contain third-party agreement terms and details which are not public.
- Page 344, lines 20—Page 345, line 3: contain third-party agreement terms and details which are not public.
- Page 345, lines 21, 23: percentages reflect third-party agreement terms and details which are not public.
- **Exhibit A to Response of Dr. James R. Kearl to Oracle’s Motion in Limine No. 6--- excerpts from Expert Report of Professor James R. Kearl (Corrected March 21, 2016):**
 - p. 18 ¶¶ 32, 33, footnote 52: revenue and financial information which are not public.
- **Response of Dr. James R. Kearl to Google’s Motion to Strike Portions of Expert Report and Testimony of Dr. James R. Kearl:**
 - Page 2, footnote 4: percentage which reflects third-party agreement terms and details which are not public.
- **Exhibit A to Response of Dr. James R. Kearl to Google’s Motion to Strike Portions of Expert Report and Testimony of Dr. James R.**

**Kearl--- excerpts from Expert Report of Professor James R. Kearl
(Corrected March 21, 2016):**

- Page 40, ¶ 77: percentage which reflects third-party agreement terms and details which are not public.

- **Oracle's Response to Google's Motion to Strike Testimony of James R. Kearl:**

- Page 2, footnote 2: last dollar amount reflects third-party agreement terms and details which are not public.

The information relating to third-party agreements that is quoted, discussed, and/or summarized in the passages above is subject to stringent confidentiality requirements contained within the relevant agreement. Indeed, Google places strict limits on who has access to the terms of these agreements to ensure confidentiality is retained. Also, Google does not disclose this information to the public. Public disclosure of this information could severely and adversely impact Google's ability to negotiate, among other things, similar terms with other third parties in connection with similar agreements now or in the future. Google only seeks to seal the specific numbers, terms, and partner names in the above listed portions.

3. The narrowly tailored portions of Oracle's MIL #7, Exhibits 1 and 4 to the Silverman Declaration Oracle submitted in support of its motion, Exhibit A to Response of Dr. James R. Kearl to Oracle's Motion in Limine No. 6, the Response of Dr. James R. Kearl Rule 706 Expert to Google's Motion to Strike Portions of Expert Report and Testimony of Dr. James R. Kearl, Exhibit A to Response of Dr. James R. Kearl, Rule 706 Expert, to Google's Motion to Strike Portions of Expert Report and Testimony of Dr. James R. Kearl and Oracle's Response to Google's Motion to Strike Testimony of James R. Kearl should therefore be filed under seal.

1 I declare under penalty of perjury under the laws of the State of California that the
2 foregoing is true and correct to the best of my knowledge.

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4 Executed this 13th day of April, 2016 at Los Altos, California.

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6 By: 

7 RENNY HWANG
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